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Docket Number (Optional)

25352-0011

REISSUE APPLICATION DECLARATION BY THE INVENTOR

As a below named Inventor, I hereby declare that:

My residence, mailing address and citizenship are stated below next to my name.
I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is described and claimed in patent number 5,851,988, granted December 22, 1998, and for which a reissue patent is sought on the invention entitled Nonpeptide Insulin Receptor Agonists.

the specification of which

is attached hereto.

was filed on 12/21/00 as reissue application number 09/748,665
and was amended on n/a (If applicable)

I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR 1.56.

I verify belief the original patent to be wholly or partly Inoperative or Invalid, for the reasons described below. (Check all boxes that apply.)

by reason of a defective specification or drawing.

by reason of the patentee claiming more or less than he had the right to claim in the patent.

by reason of other errors.

At least one error upon which reissue is based is described below. If the reissue is a broadening reissue, such must be stated with an explanation as to the nature of the broadening:

I believe that during prosecution of the application, due to incorrectly drawn chemical structures, we failed to claim aspects of the invention which we are entitled to claim. The invention is directed to nonpeptide compounds effective as insulin receptor agonists. Claims 1, 5, 6, 10, 11, 15, 16, 20, 21, and 25 of the '988 patent contain errors in the printed chemical structure which unnecessarily limit the scope of the invention claimed by unduly excluding disclosed compounds intended by the inventors to be claimed in the patent.

PTO/SB/51 (10-00)

Approved for use through 12/31/2000; OMB 0651-0033

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

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(REISSUE APPLICATION DECLARATION BY THE INVENTOR, page 2).

Docket Number (Optional)

25352-0011

All errors corrected in this reissue application arose without any deceptive intention on the part of the applicant. As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the United States Patent and Trademark Office connected therewith.

Name(s) _____ Registration Number _____

Correspondence Address Direct all communications about the application to:

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| Address | | State | Zip |
| City | | | |
| Country | | | |
| Telephone | Fax | | |

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine and imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this declaration is directed.

Full name of sole or first inventor (given name, family name)

Richard Sportsman

Inventor's signature

Date 3-22-01

Residence 4154 Amaranta Ct. Palo Alto, CA

Citizenship United States of America

Mailing Address

Full name of second joint inventor (given name, family name)

Hugo O. Villar

Inventor's signature

Date 3-27-01

Residence 7706 Hazelnut Dr., Newark, CA 94560

Citizenship United States of America

Mailing Address

Full name of third joint inventor (given name, family name)

Lawrence M. Kauvar

Inventor's signature

Date

Residence 1205 Cole St., San Francisco, CA 94117

Citizenship United States of America

Mailing Address

 Additional joint inventors are named on separately numbered sheets attached hereto.

PTO/SB/51 (10-00)

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| <input type="checkbox"/> Firm or Individual Name | | | |
| Address | | | |
| Address | State | Zip | |
| City | | | |
| Country | | | |
| Telephone | Fax | | |

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Full name of sole or first inventor (given name, family name)

Richard Sportsman

Inventor's signature

Date

Residence 4154 Amaranta Ct., Palo Alto, CA

Citizenship United States of America

Mailing Address

Full name of second joint inventor (given name, family name)

Hugo O. Villar

Inventor's signature

Date

Residence

7706 Hazelnut Dr., Newark, CA 94560

Citizenship United States of America

Mailing Address

Full name of third joint inventor (given name, family name)

Lawrence M. Kauvar

Inventor's signature

Date 3-21-01

Residence

1205 Cole St., San Francisco, CA 94117

Citizenship United States of America

Mailing Address

1489 Webster St. #521, San Francisco, CA 94115

 Additional joint inventors are named on separately numbered sheets attached hereto.

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(REISSUE APPLICATION DECLARATION BY THE INVENTOR, page 2)

Docket Number (Optional)

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Name(s)

Registration Number

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| Name(s) | Registration Number |
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Correspondence Address: Direct all communications about the application to:

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| Address | | | |
| Address | | State | Zip |
| City | | | |
| Country | | | |
| Telephone | | Fax | |

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Full name of sole or first inventor (given name, family name)

| | |
|----------------------|-------------|
| Inventor's signature | Date |
| Residence | Citizenship |

Mailing Address

Full name of second joint Inventor (given name, family name)

| | |
|----------------------|-------------|
| Inventor's signature | Date |
| Residence | Citizenship |

Mailing Address

Full name of third joint inventor (given name, family name) Fourth

Wayne R. Spevak

| | |
|--|--------------------------------------|
| Inventor's signature | Date 3/28/01 |
| Residence | Citizenship United States of America |
| 555 Pierce St., #1533D, Albany, CA 94706 | |

Mailing Address

 Additional joint inventors are named on separately numbered sheets attached hereto.

State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "TELIK, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTIETH DAY OF OCTOBER, A.D. 1988, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "TERRAPIN DIAGNOSTICS, INC." TO "TERRAPIN TECHNOLOGIES, INC.", FILED THE SIXTH DAY OF JULY, A.D. 1989, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE SIXTH DAY OF DECEMBER, A.D. 1989, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 1990, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE SECOND DAY OF JULY, A.D. 1991, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE FIFTH DAY OF JULY, A.D. 1991, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2176001 8310

AUTHENTICATION: 1056375

010158105

DATE: 03-30-01

State of Delaware
Office of the Secretary of State

PAGE 2

CERTIFICATE OF DESIGNATION, FILED THE TWELFTH DAY OF JUNE,
A.D. 1992, AT 1:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-FIFTH DAY OF
AUGUST, A.D. 1992, AT 1:00 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-FIFTH DAY OF
AUGUST, A.D. 1992, AT 1:01 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-FIFTH DAY OF
NOVEMBER, A.D. 1992, AT 8:59 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE TWENTY-FIFTH DAY OF
NOVEMBER, A.D. 1992, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TENTH DAY OF AUGUST,
A.D. 1994, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-EIGHTH DAY OF
SEPTEMBER, A.D. 1994, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-EIGHTH DAY OF
SEPTEMBER, A.D. 1994, AT 9:01 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE TWENTY-FIRST DAY OF
NOVEMBER, A.D. 1994, AT 9 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE THIRD DAY OF NOVEMBER, A.D.
1995, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2176001 8310

AUTHENTICATION: 1056375

010158105

DATE: 03-30-01

State of Delaware

PAGE 3

Office of the Secretary of State

CERTIFICATE OF DESIGNATION, FILED THE SIXTH DAY OF MAY, A.D. 1996, AT 12:45 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE SIXTH DAY OF JANUARY, A.D. 1997, AT 9 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "TERRAPIN TECHNOLOGIES, INC." TO "TELIK, INC.", FILED THE FOURTH DAY OF MAY, A.D. 1998, AT 9 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-NINTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-NINTH DAY OF MARCH, A.D. 2000, AT 9:05 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE THIRTIETH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

RESTATE CERTIFICATE, FILED THE NINTH DAY OF AUGUST, A.D. 2000, AT 4:30 O'CLOCK P.M.

RESTATE CERTIFICATE, FILED THE SIXTEENTH DAY OF AUGUST,



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2176001 8310

AUTHENTICATION: 1056375

010158105

DATE: 03-30-01

State of Delaware
Office of the Secretary of State

PAGE 4

A.D. 2000, AT 8:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2176001 8310

AUTHENTICATION: 1056375

010158105

DATE: 03-30-01